

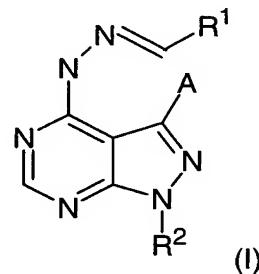
Amendments To The Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

In the Claims:

What is claimed is:

Claim 1 (Original): A compound of Formula (I)

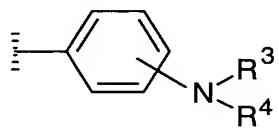


including salts, solvates, and pharmaceutically acceptable derivatives thereof,

wherein A is H, alkyl, or aryl;

R¹ is D¹, D², D³, D⁴, or D⁵,

wherein D¹ is



and R³ and R⁴ are each independently H, alkyl, alkylsulfonyl, or -C(O)-(CH₂)_x-R⁵,

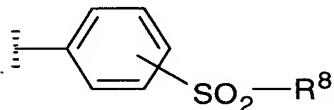
where R⁵ is alkyl, acyl, alkoxy, -(O)-(CH₂)_x-(O)-alkyl, or -NR⁶R⁷,

where R⁶ and R⁷ are each independently H or alkyl, or

R^6 and R^7 combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, acyl, alkoxy, or halogen,

or R^3 and R^4 combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, alkoxy, acyl, or halogen;

wherein D^2 is



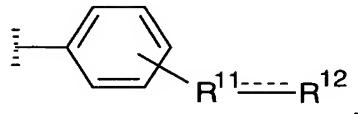
and R^8 is alkyl, or $-NR^9R^{10}$,

where R^9 and R^{10} are each independently selected from H, alkyl, or $-(CH_2)_x-NR^6R^7$,

where R^6 and R^7 are each independently H or alkyl,

or R^6 and R^7 combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, acyl, alkoxy, or halogen;

wherein D^3 is



and

the dashed line represents an optional double bond;

when R¹¹ is -(CH₂)_x, the optional dashed double bond does not exist, and R¹² is alkylsulfonyl or -NR¹³R¹⁴,

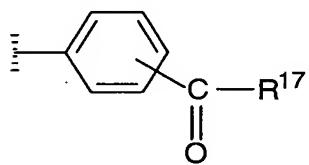
where R¹³ and R¹⁴ are each independently selected from H, alkyl, -(CH₂)_x-R¹⁷, where R¹⁷ is alkoxy or -NR¹⁵R¹⁶,

where R¹⁵ and R¹⁶ are each independently H or alkyl,

or R¹³ and R¹⁴ combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl or -(CH₂)_x-OH;

when R¹¹ is -(CH)-, the optional dashed double bond exists, and R¹² is -(CH)-C(O)-OH;

wherein D⁴ is



and R¹⁷ is hydroxy, alkoxy, or -NR¹⁸R¹⁹,

where R¹⁸ and R¹⁹ are each independently selected from H, alkyl, -(CH₂)_x-R²⁰,

where R²⁰ is alkylsulfonyl, hydroxy, aryl said aryl optionally substituted with hydroxy or alkoxy, heteroaryl, or -NR²¹R²²,

where R²¹ and R²² are each independently selected from H, acyl, alkyl,

or R²¹ and R²² combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted with alkyl or -(CH₂)_x-OH;

or R¹⁸ and R¹⁹ combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted with -(CH₂)_x-R²³,

where R²³ is alkoxy, hydroxy, -C(O)-R²⁴, where R²⁴ is a 5- or 6- membered ring optionally containing one or more heteroatoms and optionally containing one or more degrees of unsaturation, or -NR²⁵R²⁶, where R²⁵ and R²⁶ are each independently H or alkyl;

wherein D⁵ is

a 5- or 6- membered ring, optionally containing one or more heteroatoms, optionally containing one or more degrees of unsaturation, optionally fused with an additional 5- or 6- membered ring that optionally contains one or more heteroatoms and optionally contains one or more degrees of unsaturation,

wherein the ring or fused ring system may be optionally substituted one or more times with halogen, alkyl, haloalkyl, alkylsulfonyl, alkylthio, hydroxy, alkoxy, oxo, sulfonyl, sulfate ion, nitro, cyano, carboxy, alkoxycarbonyl, aryl where said aryl may be

optionally substituted with sulfamoyl, heteroaryl where said heteroaryl may be optionally substituted with alkyl, or -NR²⁷R²⁸,

where R²⁷ and R²⁸ are each independently H, alkyl, acyl, alkoxy, alkoxycarbonyl, carboxy, or -(CH₂)_x-NR²⁹R³⁰, where R²⁹ and R³⁰ are each independently selected from H and alkyl,

or R²⁷ and R²⁸ combine to form a 5- or 6- membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, acyl, alkoxy, or halogen,

or -(O)_y-(CH₂)_x-R³¹, where R³¹ is hydroxy, alkoxy, haloalkyl, aryl optionally substituted with halogen, or -NR²⁷R²⁸, where R²⁷ and R²⁸ are as defined above;

wherein for each occurrence, x independently is 0, 1, 2, or 3;

wherein for each occurrence, y independently is 0 or 1; and

R² is phenyl, substituted one or more times with alkyl, alkoxy, halogen, haloalkyl, haloalkoxy, nitro, or -NR³¹R³², wherein R³¹ and R³² are each independently selected from H, alkyl, acyl, or -(CH₂)_z-R³³, where z is 0, 1, or 2; and R³³ is cycloalkyl.

Claim 2 (Original): The compound of claim 1 wherein R¹ is D⁵.

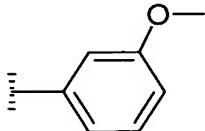
Claim 3 (Original): The compound of claim 2 wherein D⁵ is pyridyl.

Claim 4 (Cancelled)

Claim 5 (Original): The compound of claim 1 wherein R² is phenyl substituted with alkoxy.

Claim 6 (Cancelled)

Claim 7 (Original): The compound of claim 6 wherein R² is



Claim 8 (Cancelled)

Claim 9 (Original): The compound of claim 1 wherein R¹ is D³ and R¹¹ and R¹² combine to form
-(CH)=(CH)-C(O)-OH.

Claims 10-15 (Cancelled)

Claim 16 (Currently Amended): A pharmaceutical composition comprising:
a therapeutically effective amount of a compound as claimed in claim claims 1
to 15.

Claim 17 (Original): The pharmaceutical composition of claim 16 further comprising:

one or more of pharmaceutically acceptable carriers, diluents, or excipients.

Claim 18 (Currently Amended) A method of treating a disorder in a mammal,
said disorder being characterized by misregulation of one or more protein
kinase comprising:

administering to said mammal a therapeutically effective amount of a
compound as claimed in claim claims 1 to 15.

Claim 19 (Cancelled)

Claim 20 (Currently Amended): The method of claim 18 ~~19~~ wherein the kinase is GSK3.

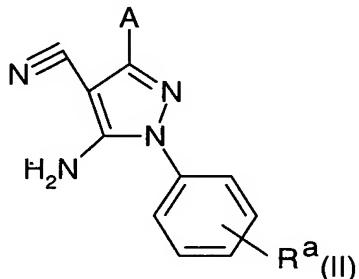
Claim 21 (Cancelled)

Claim 22 (Currently Amended): The method of claim 18 ~~24~~ wherein the kinase is TIE2.

Claims 23-29 (Cancelled)

Claim 30 (Currently Amended): A compound according to claim any of claims 1 to ~~15~~ with reference to any of the Examples.

Claim 31 (Original): A compound of Formula (II):



including salts, solvates, and pharmaceutically functional derivatives thereof,

where A is H, alkyl, or aryl;

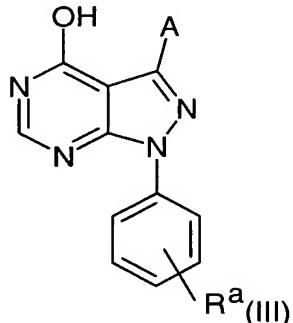
R^a is alkyl, alkoxy, halogen, haloalkyl, haloalkoxy, nitro, or -NR^bR^c,

wherein R^b and R^c are each independently selected from H, alkyl, acyl, or -(CH₂)_z-R^d,

where z is 0, 1, or 2; and

R^d is cycloalkyl.

Claim 32 (Original): A compound of formula (III)



including salts, solvates, and pharmaceutically functional derivatives thereof,

where A is H, alkyl, or aryl;

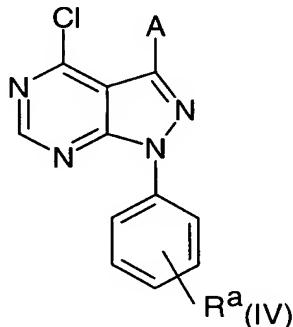
R^a is alkyl, alkoxy, halogen, haloalkyl, haloalkoxy, nitro, or -NR^bR^c,

wherein R^b and R^c are each independently selected from H, alkyl, acyl, or -(CH₂)_z-R^d,

where z is 0, 1, or 2; and

R^d is cycloalkyl.

Claim 33 (Original): A compound of formula (IV)



including salts, solvates, and pharmaceutically functional derivatives thereof,

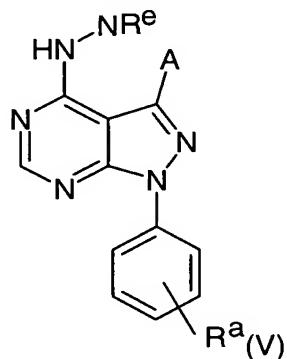
where A is H, alkyl, or aryl;

R^a is alkyl, alkoxy, halogen, haloalkyl, haloalkoxy, nitro, or -NR^bR^c,
wherein R^b and R^c are each independently selected from H, alkyl, acyl, or -
(CH₂)_z-R^d,

where z is 0, 1, or 2; and

R^d is cycloalkyl.

Claim 34 (Original): A compound of formula (V)



including salts, solvates, and pharmaceutically functional derivatives thereof,

where A is H, alkyl, or aryl;

R^a is alkyl, alkoxy, halogen, haloalkyl, haloalkoxy, nitro, or -NR^bR^c,
wherein R^b and R^c are each independently selected from H, alkyl, acyl, or -
(CH₂)_z-R^d,

where z is 0, 1, or 2;

R^d is cycloalkyl; and

R^e is H or -C(O)-(O)-C-(CH₃)₃.